

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1023.
FILED, JANUARY 23rd. 1964.

NUDULAMA MINES LIMITED

Full corporate name of Company
Incorporated under Part IV of The Corporations Act, 1953 (Ontario)
by Letters Patent dated December 2nd, 1944; Supplementary Letters
Patent dated May 20, 1948; May 29, 1950; and March 31, 1953.
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous
Filing Statement No. 23.

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	<u>NUDULAMA MINES LIMITED</u> , hereinafter referred to as the "Company" proposes to make material changes in its affairs as more particularly set forth in the Items herein as follows: a) Underwriting and Option on certain of its capital shares - refer to Item 6 hereof; and, b) Option to purchase Four (4) mining claims situated in Senneterre Township, Quebec - refer to Item 11 hereof.																																							
2. Head office address and any other office address.	Suite 908, 330 Bay Street, Toronto, Ontario.																																							
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<table><tr><td><u>M.J. BOYLEN</u>,</td><td>35 Kingsway Cres.,</td><td><u>PRESIDENT AND DIRECTOR</u></td></tr><tr><td></td><td>TORONTO, Ontario.</td><td>Prospector & Mining Executive</td></tr><tr><td><u>D.W. GORDON</u>,</td><td>51 Alexander Street,</td><td><u>VICE-PRESIDENT & DIRECTOR</u></td></tr><tr><td></td><td>TORONTO, Ontario.</td><td>Professional Secretary.</td></tr><tr><td><u>G.L. MOORE</u>,</td><td>60 Rivercove Drive,</td><td><u>SECRETARY- TREASURER and</u></td></tr><tr><td></td><td>ISLINGTON, Ontario.</td><td><u>DIRECTOR</u></td></tr><tr><td></td><td></td><td>Mining Executive.</td></tr><tr><td><u>C.B. BRANNIGAN</u>,</td><td>40 Elvaston Drive,</td><td><u>ASSISTANT-TREASURER</u></td></tr><tr><td></td><td>TORONTO 16, Ontario.</td><td>Mining Accountant.</td></tr><tr><td><u>R.J. ISAACS</u>,</td><td>419 The Kingsway,</td><td>Professional Engineer.</td></tr><tr><td></td><td>ISLINGTON, Ontario.</td><td><u>DIRECTOR</u>.</td></tr><tr><td><u>C.S. KENNEDY</u>,</td><td>575 Avenue Road,</td><td>Mining Executive.</td></tr><tr><td></td><td>TORONTO. Ontario.</td><td><u>DIRECTOR</u>.</td></tr></table>	<u>M.J. BOYLEN</u> ,	35 Kingsway Cres.,	<u>PRESIDENT AND DIRECTOR</u>		TORONTO, Ontario.	Prospector & Mining Executive	<u>D.W. GORDON</u> ,	51 Alexander Street,	<u>VICE-PRESIDENT & DIRECTOR</u>		TORONTO, Ontario.	Professional Secretary.	<u>G.L. MOORE</u> ,	60 Rivercove Drive,	<u>SECRETARY- TREASURER and</u>		ISLINGTON, Ontario.	<u>DIRECTOR</u>			Mining Executive.	<u>C.B. BRANNIGAN</u> ,	40 Elvaston Drive,	<u>ASSISTANT-TREASURER</u>		TORONTO 16, Ontario.	Mining Accountant.	<u>R.J. ISAACS</u> ,	419 The Kingsway,	Professional Engineer.		ISLINGTON, Ontario.	<u>DIRECTOR</u> .	<u>C.S. KENNEDY</u> ,	575 Avenue Road,	Mining Executive.		TORONTO. Ontario.	<u>DIRECTOR</u> .
<u>M.J. BOYLEN</u> ,	35 Kingsway Cres.,	<u>PRESIDENT AND DIRECTOR</u>																																						
	TORONTO, Ontario.	Prospector & Mining Executive																																						
<u>D.W. GORDON</u> ,	51 Alexander Street,	<u>VICE-PRESIDENT & DIRECTOR</u>																																						
	TORONTO, Ontario.	Professional Secretary.																																						
<u>G.L. MOORE</u> ,	60 Rivercove Drive,	<u>SECRETARY- TREASURER and</u>																																						
	ISLINGTON, Ontario.	<u>DIRECTOR</u>																																						
		Mining Executive.																																						
<u>C.B. BRANNIGAN</u> ,	40 Elvaston Drive,	<u>ASSISTANT-TREASURER</u>																																						
	TORONTO 16, Ontario.	Mining Accountant.																																						
<u>R.J. ISAACS</u> ,	419 The Kingsway,	Professional Engineer.																																						
	ISLINGTON, Ontario.	<u>DIRECTOR</u> .																																						
<u>C.S. KENNEDY</u> ,	575 Avenue Road,	Mining Executive.																																						
	TORONTO. Ontario.	<u>DIRECTOR</u> .																																						
4. Share capitalization showing authorized and issued and outstanding capital.	<u>CAPITAL STOCK:</u> Authorized:- 4,000,000 common shares without nominal or par value. Issued:- 2,900,000 shares.																																							
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None authorized or outstanding.																																							
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	Morgan Securities Limited has agreed to underwrite, by firm commitment, 200,000 shares of the capital stock of the Company at the price of Fifteen (15¢) per share, to be taken up and paid for forthwith upon the acceptance for filing of the Company's Filing Statement relative thereto by The Toronto Stock Exchange, and in consideration therefor the Company has granted unto the Underwriter an Option to purchase an additional 800,000 shares of the Company in Four (4) instalments of 200,000 shares each at the price of 15¢, 20¢, 25¢, and 30¢ per share exercisable in whole or in part as follows: 200,000 shares at Fifteen (15¢) cents per share on or before Ninety (90) days from the date of acceptance for filing of the Company's Filing Statement by the Toronto Stock Exchange, hereinafter referred to as the "effective date" and, 200,000 shares at Twenty (20¢) cents per share on or before One Hundred and Eighty (180) days from the effective date; and, 200,000 shares at Twenty-Five (25¢) cents per share on or before Two Hundred and Seventy (270) days from the effective date; and, 200,000 shares at Thirty (30¢) cents per share on or before Three Hundred and Sixty (360) days from the effective date.																																							
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Morgan Securities Limited, an affiliated private Company of Houston & Co., with offices at 335 Bay Street, Toronto, Ontario, will have a Fifty (50%) per cent., interest in the shares of the Company to be underwritten and optioned as herein set forth. The following are its Officers and Directors: J.E. Houston - President and Director; R.H. Tetlaw - Vice-President and Director; and Harold Gibson - Secretary-Treasurer and Director: Lanson Holdings Limited, a private Company wholly owned by M.J. Boylen, with its offices at Suite 903, 330 Bay Street, Toronto, Ontario, will have the remaining Fifty (50%) per cent., interest in the said shares of the Company to be underwritten and optioned: No assignment of the said shares of the Company to be underwritten and optioned is proposed or contemplated.																																							

8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	No cash or securities of the Company will be paid to a promoter or finder as such in connection with the proposed underwriting and option, or option to acquire mining claims. Reference however is made to Item 11 hereof.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company plans to carry out a programme of exploration work on the mining claims, the subject of the Option Agreement referred to in Item 11 hereof, consisting of a magnetic survey and cross-section diamond drilling. The cost of such exploration work is estimated at \$26,900.00: the results of the survey and diamond drilling, however, will govern the exploration procedure. The mining properties of the Company will be maintained in good standing. The proceeds of sale of treasury shares will be used for the foregoing expenditures and for general administrative purposes.
10. Brief statement of company's chief development work during past year.	No development work was carried out by the Company during 1963. The Company's mining property in Leeson Township, Missanabi Area of Ontario was maintained in good standing.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	The Company has entered into an Option Agreement dated January 10th, 1963, wherein Joseph Sweet, and Lorne K. Smith granted unto the Company an option irrevocable within the time limited for acceptance, to purchase a group of four mining claims located in Senneterre Township, County of Abitibi, Province of Quebec, comprising an area of approximately 400 acres. The consideration to be paid by the Company is as follows: - A payment of \$2,000.00 forthwith on execution and signing the said Option Agreement. - Provided on or before August 10th, 1964, the Company elects to continue in its Option a further payment of \$3,000.00 is required to continue the option in good standing until the 10th day of January, 1965. - Provided the Company elects to exercise its option on or before January 10th, 1965, a further payment of \$5,000.00 is required to be made to the optionors and 200,000 shares of vendor stock in a new mining Company to be incorporated under the laws of the Province of Ontario, and the said mining claims to be transferred to such new Company within a period of three months from the date of the final option instalment payment. The said 200,000 shares to be made subject to any escrow requirements of the Ontario Securities Commission and/or other governing authority which may be applicable thereto at the time of their allotment and issue pro rata with any other recipients of vendor shares. The aforementioned option may be cancelled and terminated by the Company upon 30 days notice being given before any of the interim payment dates aforesaid.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Insofar as the Company is aware, Mr. Joseph Sweet of Bourlamaque, Quebec, and Mr. Lorne K. Smith, 1374 Broadmoor Avenue, Port Credit, Ontario, will each receive a greater than 5% interest in the cash consideration referred to in Item 11 hereof, and in the share consideration provided the said option is exercised by the Company. The Company is not informed as to the name or names of any other participants.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	45,000 shares of the capital stock of the Company are held in escrow at the offices of Guaranty Trust Company of Canada at 366 Bay Street, Toronto, Ontario. The said shares are subject to release, transfer, hypothecation or other alienations only upon the written consent of the Toronto Stock Exchange and the Board of Directors of the Company.
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	New Harricana Mines Limited is the beneficial owner of the escrowed shares of the Company referred to in Item 13 hereof.

FINANCIAL STATEMENTS

NUDULAMA MINES LIMITED

(Incorporated under the Laws of Ontario)

BALANCE SHEET - DECEMBER 31st, 1963

[illegible]

NUDULAMA MINES LIMITED

SCHEDULE OF SOURCE AND APPLICATION OF FUNDS

Period January 1 to December 31, 1963

Cash on hand - January 1, 1963 \$ 1,299.02

Source:

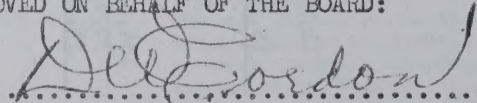
Accounts receivable	\$ 3,657.12	
Sale of used equipment	<u>7,500.00</u>	11,157.12
		\$ 12,456.14

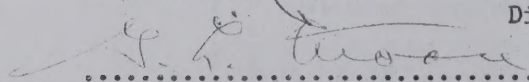
Application:

Accounts payable	250.00	
Fire protection and watchman services	217.50	
Mining Licenses and fees	89.67	
Taxes	587.54	
Administrative and general expense	<u>3,472.82</u>	\$ 4,617.53

Cash on hand - December 31, 1963 \$ 7,838.61

APPROVED ON BEHALF OF THE BOARD:


.....
Director


.....
Director

Jan. 14/64
(7)

ENGINEER'S REPORT

Note - The following are excerpts from a report by C.T.Ritchie, B.Sc., P.Eng., dated January 15th, 1964, on the mining claims located in Senneterre Township, Province of Quebec. A complete copy of this report is on file at the Toronto Stock Exchange.

CONCLUSIONS

- (1) The Senneterre Township property of Mudulana Mines Limited is located in a highly productive gold and base metal region.
- (2) Gold in significant grade and tonnage has been discovered by Transterre Explorations in porphyry enclosed by volcanics similar to the volcanics believed to underlie the Mudulana property, two miles distant.
- (3) Gold may occur on the Mudulana property.
- (4) Overburden covers most or all of the property.
- (5) A combination of magnetic surveying and diamond drilling promises to provide the maximum amount of geological information during the initial phase of exploration.
- (6) A programme of cross-section diamond drilling might locate either ore or favorable structures meriting systematic testing.

RECOMMENDATIONS

The undersigned recommends that:

- (1) A grid of picket lines be established, the base line to traverse the centre of the property from east to west, the cross-lines to be spaced 400 feet apart and to run from the base line to the northern and southern boundaries of the property, stations to be marked at intervals of 50 feet.
- (2) A vertical intensity magnetic survey be performed over the grid.
- (3) The geological structure of the concealed formations be investigated by 5,000 feet of cross-section diamond drilling, each hole to be 500 feet long, inclined 45° , and directed, as may be determined by the supervising geologist while the work is in progress, across the strike of the formations. (The first hole should be directed $N 220^{\circ} E$ and collared near the centre of the property).
- (4) The results of the magnetic survey and cross-section diamond drilling govern further exploration procedure.

ESTIMATE OF COSTS

Line Cutting and Chaining (10 miles at \$50.00)	- \$ 500.00
Magnetic Survey (1,100 readings)	- 1,000.00
Interpretation of Survey, Draughting	- 300.00
Diamond Drilling (5,000 feet at \$3.70)	- 18,500.00
Field Geologist - Salary, maintenance, transportation	- 1,500.00
Core Boxes	- 400.00
Assaying	- 1,000.00
Miscellaneous Equipment, Rentals	- 200.00
Contingencies and Overhead	- <u>3,500.00</u>
Total	- <u>26,900.00</u>

Respectfully submitted,

C. T. Ritchie, B.Sc., P.Eng.

Leaside, Ontario
January 15, 1964

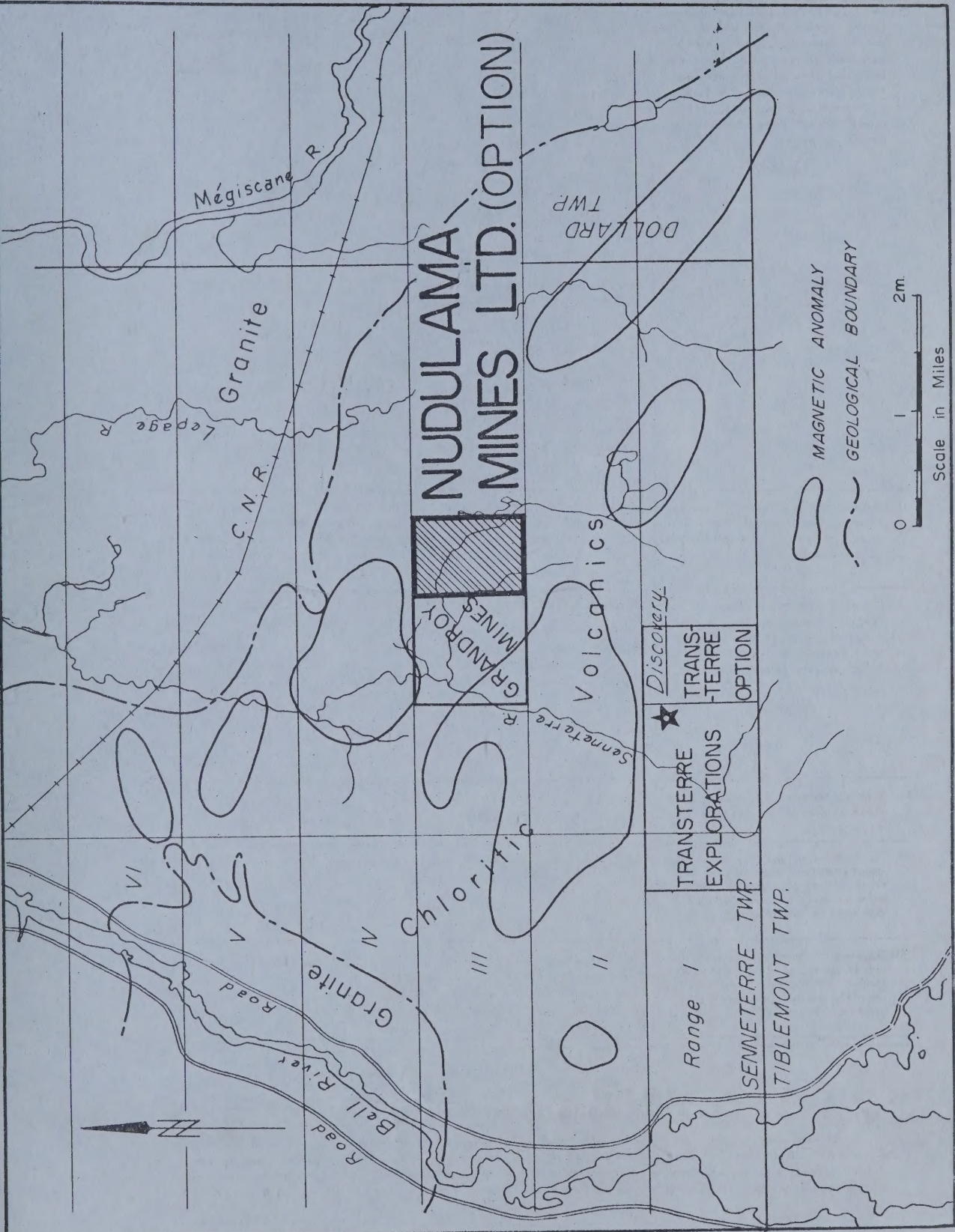
C E R T I F I C A T E

I, CIGERO THEODORE RITCHIE, of the Town of Leaside, Metropolitan Toronto, County of York, Province of Ontario, hereby certify:

- (1) THAT I am an independent geologist and reside at 42 Cameron Crescent, Town of Leaside, Province of Ontario.
- (2) THAT I studied physics and geology and graduated from Dalhousie University in 1938 with the degree of Bachelor of Science.
- (3) THAT I am a member of the Association of Professional Engineers of the Province of Ontario (Mining Branch).
- (4) THAT I have been engaged in mining exploration and have been practising as a mining geologist for more than twelve years.
- (5) THAT I do not have any direct or indirect interest whatsoever in the property or mining claims covered by this report, nor do I have any direct or indirect interest in the shares of Mudulana Mines Limited, nor do I expect to receive any direct or indirect interest in the shares or mining claims held by Mudulana Mines Limited.
- (6) THAT this report is based on publications of the Quebec Department of Mines and Natural Resources, the Canada Department of Mines and Technical Surveys, the released information of Transterre Explorations, and on my personal experience and knowledge of the mining area.

.....
C. T. Ritchie, B.Sc., P.Eng.

Dated at Leaside, Ontario
this 15th day of January, 1964



15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	Total Number of such Shares																						
	Number of Shares	in Pool or Escrow																					
Playfair & Co. Limited, 60 Yonge Street, Toronto, Ontario.	627,725	-																					
E.H. Pooler & Co., 302 Bay Street, Toronto, Ontario.	166,400	-																					
Houston & Co., 335 Bay Street, Toronto, Ontario.	139,900	-																					
New Harricana Mines Limited, Suite 908, 330 Bay Street, Toronto, Ontario.	113,750	45,000																					
Robertson & Morgan, c/o Houston & Co., 335 Bay Street, Toronto, Ontario.	110,630																						
New Harricana Mines Limited is the beneficial owner of the shares registered in its name. The beneficial owners of the shares registered in "Street" names as aforementioned are unknown to the Company.																							
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	No person has shareholdings large enough to materially effect control of the Company. Mr. M.J. Boylen however is in a position to materially effect control of the Company provided he is able to obtain proxies from the larger shareholders referred to in Item 15 hereof.																						
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table> <tr> <th>Number of Shares</th><th>Book Value or Cost</th><th>Market Value</th></tr> <tr> <td>140,000 Anacon Lead Mines Limited -</td><td>90,000.00</td><td>44,100.00</td></tr> <tr> <td>750 Satellite Metal Mines Limited -</td><td>2,400.00</td><td>86.25</td></tr> <tr> <td>10,000 Brunswick Mining and Smelting Corporation Limited</td><td>127,000.00</td><td>74,000.00</td></tr> <tr> <td>10,000 The Coniagas Mines Limited -</td><td>29,020.00</td><td>5,300.00</td></tr> <tr> <td>464,110 Consolidated Harpers Malartic Gold Mines Limited</td><td>68,846.76</td><td>9,282.20</td></tr> <tr> <td></td><td>317,266.76</td><td>132,768.45</td></tr> </table>		Number of Shares	Book Value or Cost	Market Value	140,000 Anacon Lead Mines Limited -	90,000.00	44,100.00	750 Satellite Metal Mines Limited -	2,400.00	86.25	10,000 Brunswick Mining and Smelting Corporation Limited	127,000.00	74,000.00	10,000 The Coniagas Mines Limited -	29,020.00	5,300.00	464,110 Consolidated Harpers Malartic Gold Mines Limited	68,846.76	9,282.20		317,266.76	132,768.45
Number of Shares	Book Value or Cost	Market Value																					
140,000 Anacon Lead Mines Limited -	90,000.00	44,100.00																					
750 Satellite Metal Mines Limited -	2,400.00	86.25																					
10,000 Brunswick Mining and Smelting Corporation Limited	127,000.00	74,000.00																					
10,000 The Coniagas Mines Limited -	29,020.00	5,300.00																					
464,110 Consolidated Harpers Malartic Gold Mines Limited	68,846.76	9,282.20																					
	317,266.76	132,768.45																					
18. Brief statement of any lawsuits pending or in process against company or its properties.	There are no lawsuits pending or in process against the Company or its properties.																						
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	There are no other material contracts entered into by the Company in effect at this time.																						
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	The treasury shares of the Company, the subject matter of the proposed Underwriting and Option Agreement referred to in Item 6 hereof, when allotted and issued, will be in the course of primary distribution to the public. There are no other material facts.																						

CERTIFICATE OF THE COMPANY

DATED 14th January, 1964.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

CORPORATE
SEAL

D.W. Gordon - Vice-President

CERTIFICATE OF UNDERWRITER OR OPTIONEE

D.J. Moore - Secretary-Treasurer

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

MORGAN SECURITIES LIMITED

"J.E. Houston" By;

President

"H. Gibson" and,

Secretary